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*Attorneys for Debtors  
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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric  
Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead  
Case No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**CERTIFICATE OF NO OBJECTION  
REGARDING SIXTH MONTHLY FEE  
STATEMENT OF CRAVATH, SWAINE  
& MOORE LLP FOR ALLOWANCE  
AND PAYMENT OF COMPENSATION  
AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD OF  
JULY 1, 2019 THROUGH JULY 31, 2019**

[Re: Docket No: 4539]

**Objection Deadline:** November 21, 2019  
4:00 p.m. (Pacific Time)

1 On October 31, 2019, Cravath, Swaine & Moore LLP (“**Cravath**” or the  
2 “**Applicant**”), attorneys for PG&E Corporation and Pacific Gas and Electric Company (the  
3 “**Debtors**”), filed its *Sixth Monthly Fee Statement of Cravath, Swaine & Moore LLP for*  
4 *Allowance and Payment of Compensation and Reimbursement of Expenses for the Period*  
5 *of July 1, 2019 through July 31, 2019* [ECF No. 4539] (the “**Monthly Fee Statement**”),  
6 pursuant to the *Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P. 2016*  
7 *for Authority to Establish Procedures for Interim Compensation and Reimbursement of*  
8 *Expenses of Professionals dated February 27, 2019* [ECF No. 701] (the “**Interim**  
9 **Compensation Procedures Order**”).

10 The Monthly Fee Statement was served as described in the Certificate of Service  
11 of Jamie B. Herszaft filed on November 5, 2019 [ECF No. 4583]. The deadline to file  
12 responses or oppositions to the Monthly Fee Statement was November 21, 2019, and no  
13 oppositions or responses have been filed with the Court or received by the Applicant.  
14 Pursuant to the Interim Compensation Procedures Order, the Debtors are authorized to pay  
15 the Applicant eighty percent (80%) of the fees and one hundred percent (100%) of the  
16 expenses requested in the Monthly Fee Statement upon the filing of this certification  
17 without the need for a further order of the Court. A summary of the fees and expenses  
18 sought by the Applicant is annexed hereto as **Exhibit A**.

19 **DECLARATION OF NO RESPONSE RECEIVED**

20 The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury,  
21 that:

- 22 1. I am counsel to the firm of Cravath, Swaine & Moore LLP, attorneys for the  
23 Debtors.
  - 24 2. I certify that I have reviewed the Court’s docket in these Chapter 11 Cases and  
25 have not received any response or opposition to the Monthly Fee Statement.
- 26  
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3. This declaration was executed in New York, New York.

Dated: November 21, 2019

**CRAVATH, SWAINE & MOORE LLP**

By: /s/ Paul H. Zumbro  
Paul H. Zumbro (*pro hac vice*)

*Attorneys for Debtors and Debtors in Possession*

**Exhibit A**

**Monthly Fee Statement – Professional Fees and Expenses**

Applicant	Fee Application Period, Filing Date, Docket No.	Total Fees Requested	Total Expenses Requested	Objection Deadline	Amount of Fees Authorized to be Paid Pursuant to Interim Comp. Order (80%)	Amount of Expenses Authorized to be Paid Pursuant to Interim Comp. Order (100%)	Amount of Holdback Fees Requested
Cravath, Swaine & Moore LLP	07/01/2019 – 07/31/2019  10/31/2019 [ECF No. 4539]	\$7,788,617.50 <sup>1</sup>	\$1,058,420.09	11/21/19	\$6,230,894.00	\$1,058,420.09	\$1,557,723.50
<b>Travel Adjustment:</b> <sup>2</sup>		(2,968.00)			(2,374.40)		(593.60)
<b>Adjusted Total:</b>		\$7,785,649.50	\$1,058,420.09		\$6,228,519.60	\$1,058,420.09	\$1,557,129.90

<sup>1</sup> Net of \$123,928.50 in voluntary write offs.

<sup>2</sup> Consistent with the *Order Granting Fee Examiner's Motion to Approve Fee Procedures* [ECF No. 4770] entered on November 15, 2019 (the “**Fee Procedures Order**”), Cravath has capped Non-Working Travel Time (airplane travel) at two hours for billing purposes resulting in a discount of \$103,759.00. Prior to the entry of the Fee Procedures Order, Cravath had discounted Non-Working Travel Time by 50% as reflected in the Monthly Fee Statement for a discount of \$100,791.00. The Travel Adjustment of \$2,968.00 is the difference between those discount amounts (*i.e.*, the additional discount applied to give effect to the Fee Procedures Order).

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